

UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF PENNSYLVANIA

IN RE FIVE BELOW, INC. SECURITIES  
LITIGATION

This Document Relates To: All Actions

CIVIL ACTION No. 24-3638

CLASS ACTION

**STIPULATION AND ORDER SETTING SCHEDULE FOR FILING OF  
CONSOLIDATED AMENDED COMPLAINT AND MOTION TO DISMISS BRIEFING**

Lead Plaintiffs Arkansas Public Employees' Retirement System and the Arkansas Teacher Retirement System ("Lead Plaintiff") and Defendants Five Below, Inc., Joel Anderson, Kenneth Bull, and Kristy Chapman ("Defendants"), hereby stipulate and agree as follows:

WHEREAS, this putative securities class action was initiated on August 1, 2024 with the filing of *Himes v. Five Below, Inc.*, No. 2:24-cv-03638-GAM (E.D. Pa.) (ECF No. 1) and a related action was filed on September 16, 2024, *City of Orlando Police Officers' Pension Fund v. Five Below, Inc.*, No. 2:24-cv-04905-GAM (E.D. Pa.);

WHEREAS, on October 28, 2024, the Court entered an order consolidating the above actions, appointing Arkansas Public Employees' Retirement System and the Arkansas Teacher Retirement System as Lead Plaintiff, and appointing their counsel Berger Montague PC and Bernstein Litowitz Berger & Grossmann LLP as Co-Lead Counsel (ECF No. 24);

WHEREAS, on October 30, 2024, the Court entered an order that Lead Plaintiff and Defendants shall meet and confer and advise the Court of their proposed schedule for Lead Plaintiff

to file an amended complaint or designate an operative complaint, and for Defendants to answer or otherwise respond thereto (ECF No. 25);

WHEREAS, Lead Plaintiff and Defendants have conferred and jointly propose the following schedule for the filing of a Consolidated Amended Complaint and Defendants' response thereto;

NOW THEREFORE, Lead Plaintiff and Defendants hereby stipulate and request that the Court enter an Order as follows:

1. Lead Plaintiff's Consolidated Amended Complaint shall be filed on or before sixty (60) days from entry of this Order.
2. Defendants' response to the Consolidated Amended Complaint, including any motion to dismiss the Consolidated Amended Complaint, shall be filed on or before sixty (60) days from the filing of the Consolidated Amended Complaint.
3. Lead Plaintiff's opposition to any motion to dismiss the Consolidated Amended Complaint shall be filed on or before sixty (60) days from the filing of any motion to dismiss.
4. Defendants' reply in further support of any motion to dismiss the Consolidated Amended Complaint shall be filed on or before thirty (30) days from the filing of Lead Plaintiff's opposition to any motion to dismiss.

*[SIGNATURE BLOCKS APPEAR ON FOLLOWING PAGE]*

Dated: November 13, 2024

Respectfully submitted,

/s/ Michael Dell'Angelo

Michael Dell'Angelo (PA Bar No. 80910)  
Andrew D. Abramowitz (*pro hac vice*  
forthcoming)  
Alex B. Heller (PA Bar No. 321134)  
**BERGER MONTAGUE PC**  
1818 Market Street, Suite 3600  
Philadelphia, PA 19103  
Telephone: (215) 875-3000  
mdellangelo@bm.net  
aabramowitz@bm.net  
aheller@bm.net

**BERNSTEIN LITOWITZ BERGER &  
GROSSMANN LLP**

Hannah G. Ross (*pro hac vice*)  
James A. Harrod (*pro hac vice*) Timothy  
G. Fleming (*pro hac vice*) Sarah Schmidt  
(*pro hac vice*)  
1251 Avenue of the Americas  
New York, NY 10020  
Telephone: (212) 554-1400  
hannah@blbglaw.com  
jim.harrod@blbglaw.com

*Co-Lead Counsel for Lead Plaintiff*

/s/ Jay A. Dubow

Jay A. Dubow (PA Bar No. 41741)  
Erica H. Dressler (PA Bar No. 319953)  
**TROUTMAN PEPPER HAMILTON  
SANDERS LLP**  
3000 Two Logan Square  
Eighteenth and Arch Streets  
Philadelphia, PA 19103  
Telephone: (215) 981-4713  
jay.dubow@troutman.com  
erica.dressler@troutman.com

Mary M. Weeks (*pro hac vice*)  
Hannah Baskind (*pro hac vice*)  
**TROUTMAN PEPPER HAMILTON  
SANDERS LLP**  
600 Peachtree Street NE, Suite 3000  
Atlanta, GA 30308  
Telephone: (404) 885-3000  
mary.weeks@troutman.com  
hannah.baskind@troutman.com

*Counsel for Defendants Five Below, Inc.,  
Joel Anderson, Kenneth Bull, and Kristy  
Chipman*

**SO ORDERED.**

Dated: November 14, 2024

/s/ Gerald Austin McHugh

THE HONORABLE GERALD McHUGH  
UNITED STATES DISTRICT COURT JUDGE